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FILED IN THE
UNITED STATES DISTRICT COURT
DISTRICT OF HAWAII

JUN 14 2004

at 11 o'clock and 10 min. M.
WALTER A. Y. H. CHINN, CLERK

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

SPORTS SHINKO (USA) CO.,
LTD., a Delaware corporation,

Plaintiff,

vs.

KIAHUNA GOLF CLUB, LLC, a
Hawai'i limited liability company;
KG KAUAI DEVELOPMENT, LLC,
a Hawai'i limited liability
company; PUKALANI GOLF
CLUB, LLC, a Hawai'i limited
liability company; KG MAUI
DEVELOPMENT, LLC, a Hawai'i
limited liability company;
MILILANI GOLF CLUB, LLC, a

CV 04-00126 ACK/BMK

**FIRST AMENDED
COMPLAINT REGARDING
FRAUDULENT TRANSFER
(KAUA'I); SUMMONS;
CERTIFICATE OF SERVICE**

ATTEST: A True Copy
WALTER A. Y. H. CHINN
Clerk, United States District
Court, District of Hawaii

By  Deputy

Hawai'i limited liability company;)
QK HOTEL, LLC, a Hawai'i)
limited liability company; OR)
HOTEL, LLC, a Hawai'i limited)
liability company, and KG)
HOLDINGS, LLC, a Hawai'i)
limited liability company,)
)
Defendants.)
_____)

**FIRST AMENDED COMPLAINT REGARDING
FRAUDULENT TRANSFER (KAUA'I)**

Plaintiff SPORTS SHINKO (USA) CO., LTD. ("SS USA"),
through its undersigned attorneys, brings this action for relief
relating to a transfer made in violation of the Uniform Fraudulent
Transfer Act, Ch. 651C, HRS, and other claims.

PARTIES

1. Plaintiff SS USA is a corporation organized and
operating under the laws of Delaware. Its principal place of
business is in Virginia. SS USA's majority owner is Sports Shinko
Co., Ltd. ("SS Japan"), a Japan corporation. Until April, 2004, SS
Japan was in reorganization under Japan law under the control of
Trustee Mutsuo Tahara and Deputy Trustee Keijiro Kimura

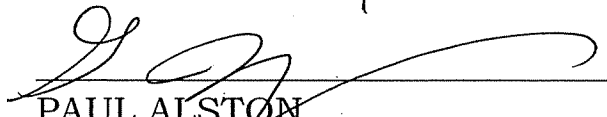
B. Order an accounting of all net proceeds in the original transfer from SSK to KG Kauai, any profits earned thereon, and of the value realized by each of the KG SUBSIDIARIES from the payment of the Mortgage;

C. Impose a constructive trust and a lien upon the assets of each of the KG SUBSIDIARIES to the extent that the proceeds from the sale to Resnick's nominee were used to reduce the pre-existing mortgage lien upon their properties; and

D. Award SS USA damages commensurate with the proof at trial as well as its attorneys' fees, costs, and such other and further relief as may be just and proper.

DATED: Honolulu, Hawai'i,

June 14, 2004


PAUL ALSTON
GLENN T. MELCHINGER
Attorneys for Plaintiff